

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re: ) Chapter 11  
W. R. GRACE & CO., et al.<sup>1</sup> )  
Debtors. ) Case No. 01-01139 (JKF)  
              ) (Jointly Administered)  
              ) Objection Deadline: May 3, 2004 at 4:00 p.m.  
              ) Hearing Date: TBD only if necessary

**SUMMARY OF APPLICATION OF REED SMITH LLP  
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF  
EXPENSES AS SPECIAL ASBESTOS PRODUCT LIABILITY DEFENSE  
COUNSEL TO DEBTORS FOR THE THIRTY-SECOND MONTHLY INTERIM  
PERIOD FROM FEBRUARY 1, 2004 THROUGH FEBRUARY 29, 2004**

Name of Applicant: Reed Smith LLP

Authorized to Provide Professional Services to: W. R. Grace & Co., et al., Debtors and  
Debtors-in-Possession

Date of Retention: July 19, 2001,  
effective as of April 2, 2001

Period for which compensation and  
reimbursement is sought: February 1, 2004 through February 29, 2004

Amount of fees and expenses sought as  
Actual, reasonable, and necessary: \$23,653.94

This an: X monthly       interim       final application.

Prior Applications filed: Yes.

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<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darez Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Status of Fees	Status of Expenses
8/28/01	4/2/01 through 7/31/01	\$40,583.00	\$356.92	No objections served on counsel	No objections served on counsel
9/27/01	8/1/01 through 8/31/01	\$90,113.00	\$4,048.11	No objections served on counsel	No objections served on counsel
10/26/01	9/1/01 through 9/30/01	\$155,804.00	\$6,971.66	No objections served on counsel	No objections served on counsel
11/27/01	10/1/01 through 10/31/01	\$229,036.50	\$10,314.97	No objections served on counsel	No objections served on counsel
12/26/01	11/1/01 through 11/30/01	\$216,703.50	\$22,667.19	No objections served on counsel	No objections served on counsel
1/30/02	12/1/01 through 12/31/01	\$152,288.00	\$43,025.11	No objections served on counsel	No objections served on counsel
3/1/02	1/1/02 through 1/31/02	\$152,389.50	\$45,525.87	No objections served on counsel	No objections served on counsel
3/28/02	2/1/02 through 2/28/02	\$115,694.50	\$39,388.59	No objections served on counsel	No objections served on counsel
5/2/02	3/1/02 through 3/31/02	\$95,617.50	\$49,224.63	No objections served on counsel	No objections served on counsel
5/28/02	4/1/02 through 4/30/02	\$125,169.50	\$44,498.12	No objections served on counsel	No objections served on counsel
6/28/02	5/1/02 through 5/31/02	\$186,811.50	\$88,641.73	No objections served on counsel	No objections served on counsel
8/5/02	6/1/02 through 6/30/02	\$167,414.75	\$26,462.86	No objections served on counsel	No objections served on counsel

Date Filed	Period Covered	Requested Fees	Requested Expenses	Status of Fees	Status of Expenses
9/9/02	7/1/02 through 7/31/02	\$121,203.75	\$7,897.17	No objections served on counsel	No objections served on counsel
9/30/02	8/1/02 through 8/31/02	\$183,876.75	\$18,631.51	No objections served on counsel	No objections served on counsel
10/31/02	9/1/02 through 9/30/02	\$205,975.00	\$12,810.65	No objections served on counsel	No objections served on counsel
11/27/02	10/1/02 through 10/31/02	\$172,838.75	\$34,384.69	No objections served on counsel	No objections served on counsel
12/30/02	11/1/02 through 11/30/02	\$115,576.00	\$12,630.85	No objections served on counsel	No objections served on counsel
1/30/03	12/1/02 through 12/31/02	\$36,744.50	\$16,310.05	No objections served on counsel	No objections served on counsel
3/6/03	1/1/03 through 1/31/03	\$123,884.00	\$3,760.28	No objections served on counsel	No objections served on counsel
4/2/03	2/1/03 through 2/28/03	\$233,867.50	\$21,251.46	No objections served on counsel	No objections served on counsel
5/7/03	3/1/03 through 3/31/03	\$124,350.00	\$30,380.42	No objections served on counsel	No objections served on counsel
6/4/03	4/1/03 through 4/30/03	\$223,770.50	\$19,411.28	No objections served on counsel	No objections served on counsel
7/1/03	5/1/03 through 5/31/03	\$190,838.00	\$22,397.08	No objections served on counsel	No objections served on counsel
7/31/03	6/1/03 through 6/30/03	\$165,837.25	\$18,778.12	No objections served on counsel	No objections served on counsel

Date Filed	Period Covered	Requested Fees	Requested Expenses	Status of Fees	Status of Expenses
8/29/03	7/1/03 through 7/31/03	\$202,033.50	\$13,132.57	No objections served on counsel	No objections served on counsel
10/2/03	8/1/03 through 8/31/03	\$155,275.50	\$5,526.19	No objections served on counsel	No objections served on counsel
10/28/03	9/1/03 through 9/30/03	\$32,877.00	\$5,836.88	No objections served on counsel	No objections served on counsel
11/28/03	10/1/03 through 10/31/03	\$20,656.50	\$3,553.00	No objections served on counsel	No objections served on counsel
12/29/03	11/1/03 through 11/30/03	\$16,642.50	\$352.73	No objections served on counsel	No objections served on counsel
2/4/04	12/1/03 through 12/31/04	\$9,795.00	\$1,332.05	No objections served on counsel	No objections served on counsel
3/10/04	1/1/04 through 1/31/04	\$21,531.00	\$85.71	No objections served on counsel	No objections served on counsel

As indicated above, this is the thirty-second application for monthly interim compensation of services filed with the Bankruptcy Court in the Chapter 11 Cases.

The total time expended for the preparation of this application is approximately 5 hours, and the corresponding estimated compensation that will be requested in a future application is approximately \$1,500.00.

The Reed Smith attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the applicant	Number of years as an attorney	Department	Hourly billing rate	Total billed hours	Total compensation
James J. Restivo, Jr.	Partner	33 Years	Litigation	\$495.00	.70	\$346.50
Lawrence E. Flatley	Partner	28 Years	Litigation	\$470.00	16.30	\$7,661.00
Douglas E. Cameron	Partner	19 Years	Litigation	\$465.00	15.90	\$7,393.50
James W. Bentz	Partner	15 Years	Litigation	\$370.00	5.70	\$2,109.00
Richard A. Keuler	Associate	5 Years	Litigation	\$280.00	3.20	\$896.00
Andrew J. Muha	Associate	3 Years	Litigation	\$235.00	6.60	\$1,551.00

The paraprofessionals who rendered professional service in these cases during the Fee Period are:

Name of Professional Person	Position with the applicant	Number of years in position	Department	Hourly billing rate	Total billed hours	Total compensation
Maureen L. Atkinson	Paralegal	26 Years	Litigation	\$145.00	.60	\$87.00
John B. Lord	Paralegal	11 Years	Litigation	\$160.00	6.70	\$1,072.00

Total Fees: \$21,116.00

#### COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Litigation and Litigation Counseling	26.90	\$10,923.50
ZAI Science Trial	15.70	\$7,285.00
Fee Applications	13.10	\$2,907.50
<b>Total:</b>	<b>55.70</b>	<b>\$21,116.00</b>

EXPENSE SUMMARY

Description	Litigation and Litigation Consulting	ZAI Science Trial
Telephone Expense	\$3.41	\$3.99
Duplicating/Printing	\$1,776.50	\$3.45
Outside Duplicating	\$343.65	----
Postage Expense	----	\$1.20
Courier Service – Outside	\$131.17	----
Other Databases	\$62.79	----
Rail Travel Expense	----	\$27.00
Taxi Expense	----	\$152.78
Mileage Expense	----	\$22.50
Transportation	----	\$9.50
<b>SUBTOTAL</b>	<b>\$2,317.52</b>	<b>\$220.42</b>
<b>TOTAL</b>		<b>\$2,537.94</b>

Dated: April 8, 2004  
 Wilmington, Delaware

REED SMITH LLP

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 Counsel